

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<hr/>	:	<b>Chapter 11 Case No.</b>
<b>In re:</b>	:	<b>10-40395</b>
	:	
<b>Probe Resources US Ltd.<sup>1</sup></b>	:	
<b>24 Waterway, Suite 1450</b>	:	
<b>The Woodlands, TX 77380</b>	:	
<b>Tax ID #: 26-xxx0456</b>	:	<b>(Joint Administration)</b>
	:	
<b>Debtor</b>	:	
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**AMENDED AGENDA FOR HEARING  
January 13, 2011 AT 2:00 P.M.**

Probe St 214 Ltd. (10-40396), Probe High Island 115 Ltd. (10-40397), Probe Resources Energy Marketing US Ltd. (10-403098), and Probe Resources Ltd. (10-41286) cases are jointly administered with Probe Resources US Ltd. and as debtors and debtors-in-possession (referred to herein as the “Debtor” or collectively, the “Debtors”); file this Agenda for the January 13, 2011 hearing at 2:00 p.m.:

**HEARINGS ON PLEADINGS SUBMITTED BY THE DEBTORS:**

1. [Doc. # 41 and Doc. # 122]

Title: Motion For Order Authorizing the Debtors to (I) Enter into Post-Petition Financing and Obtain Post-Petition Financing; and Emergency Motion (II) Authorizing the Use of Cash Collateral; (III) Granting Security Interest and Superpriority Claims; (IV) Granting Adequate Protection; (V) Modifying Automatic Stay; and (VI) Scheduling a Final Hearing on the Motion [Doc. #41]; and

Title: Amended Motion for Order Authorizing the Debtors to: (I) Enter into Post-Petition Financing and Obtain Post-Petition Financing Including East Cameron 246 Facility (added by this Amendment); and Emergency Motion (II) Authorizing the Use of Cash Collateral; (III) Granting Security Interest and Superpriority Claims; (IV) Granting

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<sup>1</sup> Probe Resources Energy Marketing US Ltd., Probe High Island 115 Ltd., and Probe ST 214 Ltd. have moved for their bankruptcy cases to be jointly administered with Probe Resources US Ltd.

Adequate Protection; (V) Modifying Automatic Stay; and (VI) Scheduling a Final Hearing on the Motion [Doc. # 122].

Objections

Rooster Petroleum LLC's Objection to Amended Agreed Interim Order Authorizing Use of Cash Collateral, Granting Adequate Protection and Scheduling a Final Hearing on the Motion [Doc. # 89];

Limited and Conditional Objection of the K2 Principal Fund, L.P. to the Debtors' Use of Cash Collateral on a Final Basis [Doc. # 90];

Objection to Newpark Drilling Fluids, LLC, Newpark Environmental Services, LLC,, Tetra Completion Services, LLC and Tetra Production Services, LLC to the Amended Agreed Interim Order Authorizing Use of Cash Collateral, Granting Adequate Protection and Scheduling a Final Hearing on the Motion [Doc. # 92].

Estimated Time: 30 minutes

Comments: Interim Order extending the use of Cash Collateral through January 18, 2011, see Doc. # 109. This is a hearing seeking final relief under the Motion regarding post-petition financing and the credit agreement.

2. [Doc. # 8 and Doc. # 19]

Title: Application of Debtors for Entry of an Order Authorizing the Employment and Retention of Suzanne Ambrose and Ambrose Consulting, LLC as Financial Advisor on an Interim Basis and Setting Final Hearing; [Doc. # 8]; and Amended Application of Debtors for Entry of an Order Authorizing the Employment and Retention of Suzanne Ambrose and Ambrose Consulting, LLC as Financial Advisor on an Interim Basis and Setting Final Hearing.

Uncontested Hearing

Estimated Time: 5 minutes

Comments: Interim employment granted, seeking final approval of employment. Proposed order submitted at Doc. # 144.

3. [Doc. # 26]

Title: Application by Debtors for Entry of an Order Authorizing the Employment and Retention of Douglas S. Draper and the Law Firm of Heller, Draper, Hayden, Patrick & Horn, L.L.C. as Counsel for the Debtors Pursuant to 11 U.S.C. § 327(A) and Fed. R. Bankr. P. 2014, *Nunc Pro Tunc*, to the Petition Date.

Uncontested Hearing

Estimated Time: 5 minutes

Comments: Seeking approval of employment. Proposed Order submitted at Doc. # 26.

4. [Doc. # 27]

Title: Motion for Authority to Employ and Retain Energy Spectrum Advisors, Inc. to Provide Restructuring Management Services to the Debtors.

Uncontested Hearing

Estimated Time: 5 minutes

Comments: Seeking approval of employment. Proposed Order submitted at Doc. # 27.

5. [Doc. # 21]

Title: Motion for Interim and Final Orders: (A) Prohibiting Utilities from Altering, Refusing or Discontinuing Services To, or Discriminating Against, the Debtors on Account of Prepetition Amounts Due; (B) Determining that the Utilities are Adequately Assured of Future Payment; (C) Establishing Procedures for Determining Requests for Additional Assurance; and (D) Permitting Utility Companies to Opt Out of the Procedures Established Herein.

Uncontested Hearing

Estimated Time: 5 minutes

Comments: Debtors are seeking final relief under the Motion at the January 13th hearing. An Interim Order was granted on December 1, 2010 [Doc. #64]. Interim order to become final.

6. [Doc. # 95 – Probe Resources US Ltd] [Doc. # 13 – Probe Resources, Ltd.]

Title: Motion to Approve Plan Support Agreement.

Uncontested Matter

Estimated time: 30 minutes

Comments: Proposed order submitted – see Doc. # 95 – Probe Resources, Ltd.

7. [Doc. # 98 – Probe Resources US Ltd]

Title: Motion for Authority to Pay in the Ordinary Course Undisputed Prepetition Royalties Owing to the MMS Under Oil & Gas Leases.

Uncontested Matter

Estimated time: 10 minutes

Comments: Proposed order submitted – see Doc. # 101.

8. [Doc. #102]

Title: Motion for Authority to Pay Undisputed Prepetition Co-Owner and Overriding Royalty Obligations Under Joint Operating Agreements and Conveyance Documents.

Uncontested Matter

Estimated time: 10 minutes

Comments: Proposed order submitted – see Doc. # 102.

9. [Doc. # 108]

Title: Application by Debtors for Entry of an Order Authorizing the Employment and Retention of Paul J. Goodwine and the Law Firm of Slattery, Marino & Roberts, A Professional Law Corporation as Special Counsel for the Debtors Pursuant to Section 327(E) of the Bankruptcy Code and Fed.R.Bankr.P. 2014.

Uncontested Matter

Estimated time: 5 minutes

Comments: Proposed order submitted – see Doc. # 108.

10. [Doc. # 110]

Title: Application by Probe Resources, Ltd. for Entry of an Order Authorizing the Employment and Retention of Peter Reardon and the Law Firm of Lang Michener, LLP as Special Counsel *Nunc Pro Tunc* as of the Petition Date Pursuant to Section 327(E) of the Bankruptcy Code.

Uncontested Matter

Estimated time: 5 minutes

Comments: Proposed order submitted – see Doc. # 110.

HEARINGS ON PLEADINGS SUBMITTED BY OTHER MOVANTS:

1. [Doc. # 88 and 136]

Title: Motion for Relief from Stay to Pursue Claims Against Debtors as Nominal Defendants in Order to Collect from Debtors Insurer [Doc. # 88] and Amended Motion for Relief from Stay to Pursue Claims Against Debtors as Nominal Defendants in Order to Collect from Debtors Insurer [Doc. # 136]

Objections

Opposition to Amended Motion for Relief from Stay – filed by Debtors. [Doc. # 140]

Objection to Motion for Relief from Stay – filed by The K2 Principal Fund, L.P. [Doc. # 142]

Sur-Reply

Response to Objections – filed by the Lift Stay Movant [Doc. # 145]

Estimated Time: 30 minutes

Comments: Notice of Hearing see Doc. # 143.

This Amended Agenda is submitted regarding the hearings scheduled for JANUARY 13, 2011 at 2:00 p.m. at the United States Bankruptcy Court, Bob Casey United States Court House, 515 Rusk Street, Courtroom 403 – 4<sup>th</sup> Floor, Houston, Texas 77002 before the Honorable Karen K. Brown. A copy of the Motions are on file with the Court and may be viewed there during normal business hours.

Respectfully submitted this 12<sup>th</sup> day of January 2011.

*/s/ Douglas S. Draper*

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